

**KIRKLAND & ELLIS LLP**  
AND AFFILIATED PARTNERSHIPS

Sandra C. Goldstein, P.C.  
To Call Writer Directly:  
+1 212 446 4779  
[sandra.goldstein@kirkland.com](mailto:sandra.goldstein@kirkland.com)

601 Lexington Avenue  
New York, NY 10022  
United States  
+1 212 446 4800  
[www.kirkland.com](http://www.kirkland.com)

Facsimile:  
+1 212 446 4900

September 20, 2021

**Via ECF**

The Honorable Gregory H. Woods  
United States District Court  
Southern District of New York  
Daniel Patrick Moynihan United States Courthouse  
500 Pearl Street, Room 2260  
Courtroom 12C  
New York, New York 10007-1312

Re: *Sustainable Opportunities Acquisition Corp. n/k/a TMC the metals company Inc. v. Ethos Fund I, LP, et al.*  
No. 1:21-cv-07640-GHW

*Sustainable Opportunities Acquisition Corp. n/k/a TMC the metals company Inc. v. Ramas Capital Management, LLC et al.*  
No. 1:21-cv-07642-GHW

Dear Judge Woods:

We represent Plaintiff Sustainable Opportunities Acquisition Corporation n/k/a TMC the metals company Inc. in the above-captioned actions. We write in response to the Court's Orders to Show Cause, dated September 15, 2021, with respect to the Court's subject matter jurisdiction.

Plaintiff believes that complete diversity exists in these actions, as Plaintiff has seen no evidence that any of the Defendants are domiciled outside the United States (as Plaintiff is). Nevertheless, in light of the dearth of publicly available information regarding the citizenship of each of the Defendant entities' members and partners, Plaintiff has determined that the most efficient path forward in exercising its rights is to proceed in a court of general jurisdiction. As such, Plaintiff has concurrently filed Notices of Voluntary Dismissal Pursuant to Federal Rule of Civil Procedure 41(a) in these actions.

**KIRKLAND & ELLIS LLP**

Hon. Gregory H. Woods  
September 20, 2021  
Page 2

We appreciate the Court's attention to these matters.

Respectfully,

s/ Sandra C. Goldstein  
Sandra C. Goldstein, P.C.